

RESOLUTIONS OF THE BOARD OF DIRECTORS OF CONNEX GROUP, INC.

The undersigned, being all of the directors of Connex Group, Inc. (the "Company"), hereby adopt the following resolutions as resolutions of the Company and will place a copy of these resolutions in the minute book of the Company:

RESOLVED, that, in the judgment of the Board, it is desirable and in the best interest of the Company and its creditors that a petition be filed by the Company seeking relief under the provisions of Chapter 7, Title 11, of the United States Bankruptcy Code (the "Bankruptcy Code").

FURTHER RESOLVED, that Robin Totsch, Interim Chief Executive Officer of the Company ("Officer"), is hereby authorized and directed, on behalf and in the name of the Company, to execute and verify a voluntary petition to commence a case with respect to the Company under Chapter 7 of the Bankruptcy Code (the "Chapter 7 Case") and to cause such petition to be filed with the United States Bankruptcy Court for the Southern District of Ohio (or with such other court or courts as legal counsel to the Company may advise) (the "Court") at such time as the Officer shall determine.

FURTHER RESOLVED, that Officer is hereby authorized to execute and file all other petitions, schedules, lists and other papers and to take any and all action which she may deem necessary and proper in connection with the Chapter 7 Case, and in that connection retain and employ legal counsel and other professionals which she may deem necessary or proper with a view to the successful prosecution of the Chapter 7 Case.

FURTHER RESOLVED, that, subject to Officer having made the determinations provided in the foregoing resolutions, the Company has employed the firm Taft Stettinius & Hollister LLP ("Taft") to serve as counsel for the Company in connection with the Chapter 7 Case at the usual and customary hourly fees charged by Taft for similar services, plus reimbursement of all actual and necessary expenses. The Company will employ Taft to perform the following professional services as warranted:

- (a) prepare and file the Company's Chapter 7 petition;
- (b) appear on behalf of the Company at the Section 341 meeting; and
- (c) perform any other legal services as counsel for the debtor that may be required by the Company or the Bankruptcy Court in connection with the filing of the petition and appearing at the Section 341 meeting.

FURTHER RESOLVED, that Officer is authorized to cause the Company to pay to Taft prior to the filing of the Chapter 7 Case a retainer and such other credit enhancements as Officer deems necessary and proper to secure payment of Taft's fees and expenses in connection with the Chapter 7 Case.

IN WITNESS WHEREOF, the undersigned have executed this resolution as of December __, 2007.

Jim Ballman
Director

[Signature]
Director

[Signature]
Director

[Signature]
Director

[Signature]
Director